

IN THE UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	X	

AFFIDAVIT OF SERVICE

I, Darlene Calderon, being duly sworn according to law, depose and say that I am employed by Kurtzman Carson Consultants LLC, the Court appointed claims and noticing agent for the Debtors in the above-captioned cases.

On July 24, 2008, I caused to be served the documents listed below (i) upon the parties listed on Exhibit A hereto via electronic notification (ii) upon the parties listed on Exhibit B hereto via postage pre-paid U.S. mail:

- 1) Joint Stipulation And Agreed Order Resolving Debtors' Objection To Notice Of Cure Claim Of Bank Of America, N.A. With Respect To Certain Leases By And Between Bank Of America, N.A. And Delphi Automotive Systems Human Resources, LLC (Docket No. 13961) [a copy of which is attached hereto as Exhibit C]
- 2) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 10718 (Equistar Chemicals, LP) (Docket No. 13962) [a copy of which is attached hereto as Exhibit D]
- 3) Twelfth Supplemental Order Under 11 U.S.C. §§ 102(1) And 105 And Fed. R. Bankr. P. 2002(M), 9006, 9007, And 9014 Establishing Omnibus Hearing Dates And Certain Notice, Case Management, And Administrative Procedures (Docket No. 13965) [a copy of which is attached hereto as Exhibit E]
- 4) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 2661 (Peyton C. Cochrane Tax Collector) (Docket No. 13981) [a copy of which is attached hereto as Exhibit F]
- 5) Joint Stipulation And Agreed Order Compromising And Allowing Proofs Of Claim Numbers 1933, 2708, 2709, 2710, 2711 And 2712 (Liquidity Solutions Inc., As Assignee Of Metal Powder Products Co. And EST Testing Solutions) (Docket No. 13982) [a copy of which is attached hereto as Exhibit G]

- 6) Joint Stipulation And Agreed Order Compromising And Allowing Proofs Of Claim Numbers 1448, 1449, 1450 And 1451 (Ken Burton, Jr. CFC, Tax Collector, Manatee County) (Docket No. 13983) [a copy of which is attached hereto as Exhibit H]
- 7) Joint Stipulation And Agreed Order (I) Reducing Proof Of Claim Number 14240 On Account Of Certain Cure Payments And (II) Resolving The Response Of Jacobson MFG, LLC To The Debtors' Twenty-Ninth Omnibus Claims Objection (Jacobson MFG, LLC) (Docket No. 13984) [a copy of which is attached hereto as Exhibit I]
- 8) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 2760 (Ashland Incorporated) (Docket No. 13985) [a copy of which is attached hereto as Exhibit J]

On July 24, 2008, I caused to be served the document listed below upon the party listed on Exhibit K hereto via postage pre-paid U.S. mail:

- 9) Joint Stipulation And Agreed Order Resolving Debtors' Objection To Notice Of Cure Claim Of Bank Of America, N.A. With Respect To Certain Leases By And Between Bank Of America, N.A. And Delphi Automotive Systems Human Resources, LLC (Docket No. 13961) [a copy of which is attached hereto as Exhibit C]

On July 24, 2008, I caused to be served the document listed below upon the party listed on Exhibit L hereto via postage pre-paid U.S. mail:

- 10) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 10718 (Equistar Chemicals, LP) (Docket No. 13962) [a copy of which is attached hereto as Exhibit D]

On July 24, 2008, I caused to be served the document listed below upon the party listed on Exhibit M hereto via postage pre-paid U.S. mail:

- 11) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 2661 (Peyton C. Cochrane Tax Collector) (Docket No. 13981) [a copy of which is attached hereto as Exhibit F]

On July 24, 2008, I caused to be served the document listed below upon the party listed on Exhibit N hereto via postage pre-paid U.S. mail:

- 12) Joint Stipulation And Agreed Order Compromising And Allowing Proofs Of Claim Numbers 1933, 2708, 2709, 2710, 2711 And 2712 (Liquidity Solutions Inc., As Assignee Of Metal Powder Products Co. And EST Testing Solutions) (Docket No. 13982) [a copy of which is attached hereto as Exhibit G]

On July 24, 2008, I caused to be served the document listed below upon the party listed on Exhibit O hereto via postage pre-paid U.S. mail:

- 13) Joint Stipulation And Agreed Order Compromising And Allowing Proofs Of Claim Numbers 1448, 1449, 1450 And 1451 (Ken Burton, Jr. CFC, Tax Collector, Manatee County) (Docket No. 13983) [a copy of which is attached hereto as Exhibit H]

On July 24, 2008, I caused to be served the document listed below upon the party listed on Exhibit P hereto via postage pre-paid U.S. mail:

- 14) Joint Stipulation And Agreed Order (I) Reducing Proof Of Claim Number 14240 On Account Of Certain Cure Payments And (II) Resolving The Response Of Jacobson MFG, LLC To The Debtors' Twenty-Ninth Omnibus Claims Objection (Jacobson MFG, LLC) (Docket No. 13984) [a copy of which is attached hereto as Exhibit I]

On July 24, 2008, I caused to be served the document listed below upon the party listed on Exhibit Q hereto via postage pre-paid U.S. mail:

- 15) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 2760 (Ashland Incorporated) (Docket No. 13985) [a copy of which is attached hereto as Exhibit J]

Dated: July 28, 2008

/s/ Darlene Calderon

Darlene Calderon

State of California
County of Los Angeles

Subscribed and sworn to (or affirmed) before me on this 28th day of July, 2008, by
Darlene Calderon, proved to me on the basis of satisfactory evidence to be the person who
appeared before me.

Signature: /s/ Vanessa R. Quiñones

Commission Expires: 3/20/11

EXHIBIT A

COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	PHONE	EMAIL	PARTY / FUNCTION
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Freescale Semiconductor, Inc.	Richard Lee Chambers, III	6501 William Cannon Drive West	MD: OE16	Austin	TX	78735	512-895-6357	trey.chambers@freescale.com	Creditor Committee Member
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General Electric Company	Valerie Venable	9930 Kincey Avenue		Huntersville	NC	28078	704-992-5075	valerie.venable@ge.com	Creditor Committee Member
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EXHIBIT B

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 Master Service List

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Warner Stevens, L.L.P.	Michael D. Warner	301 Commerce Street	Suite 1700	Fort Worth	TX	76102	817-810-5250	Counsel to Electronic Data Systems Corp. and EDS Information Services, L.L.C.
Weiland, Golden, Smiley, Wang Ekvall & Strok, LLP	Lei Lei Wang Ekvall	650 Town Center Drive	Suite 950	Costa Mesa	CA	92626	714-966-1000	Counsel to Toshiba America Electronic Components, Inc.

COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	PHONE	PARTY / FUNCTION
Winstead Sechrest & Minick P.C.	Berry D. Spears	401 Congress Avenue	Suite 2100	Austin	TX	78701	512-370-2800	Counsel to National Instruments Corporation
WL Ross & Co., LLC	Stephen Toy	600 Lexington Avenue	19th Floor	New York	NY	10022	212-826-1100	Counsel to WL. Ross & Co., LLC

EXHIBIT C

Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases, (collectively, the "Debtors") and Bank of America, N.A. ("BofA") respectfully submit this Stipulation And Agreed Order Resolving The Debtors' Objection To The Notice Of Cure (the "Cure

Notice”) Claim Of Bank Of America, N.A. With Respect To Certain Aircraft Leases By And Between Bank Of America, N.A. And Delphi Automotive Systems Human Resources LLC (“DAS HR”), and agree and state as follows:

WHEREAS, on October 8, 2005 (the "Petition Date"), the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330 (the "Bankruptcy Code"), as then amended, in the United States Bankruptcy Court for the Southern District of New York.

WHEREAS, prior to the Petition Date, certain of the Debtors and BofA’s predecessors in interest entered into two (2) aircraft leases, both dated March 30, 2001 (the "Leases"), pursuant to which BofA leases two aircraft and related equipment to DAS HR.

WHEREAS, Delphi Corporation and Delphi Automotive Systems LLC (collectively, the “Guarantors”) guaranteed performance of the obligations under the Leases.

WHEREAS, on January 25, 2008, the Court entered an order confirming the First Amended Joint Plan of Reorganization Of Delphi Corporation And Certain Affiliates, Debtors And Debtors-In-Possession (the "Plan").

WHEREAS, DAS HR has expressed its intention to assume the Leases as part of the Plan.

WHEREAS, BofA asserts that after the Petition Date, BofA incurred legal fees and expenses in defense of its rights under the Leases and that the Debtors are obligated to reimburse BofA for those legal fees and expenses pursuant to the terms of

the Leases.

WHEREAS, on or about February 1, 2008, BofA filed the Cure Notice (the "Cure Notice"), seeking (a) reimbursement of legal fees of \$147,056.02 and expenses of \$10,718, all of which were incurred after the Petition Date (the "Legal Costs") and (b) reaffirmations of Guarantors' guarantees of the Leases.

WHEREAS, the Debtors have objected to the Legal Costs sought in the Cure Notice.

NOW THEREFORE, in consideration of the foregoing, the Debtors and BofA stipulate and agree:

(1) By no later than seven (7) calendar days after an Order approving this Stipulation becomes final, the Debtors shall pay BofA the sum of Eighty Five Thousand Seven Hundred Eighteen Dollars and no/100 Dollars (\$85,718) (the "Settlement Amount") in full and final satisfaction of Legal Costs through and including the date hereof.

(2) BofA hereby acknowledges that upon the Debtors' payment of the Settlement Amount, BofA shall be forever barred from asserting any other claim against the Debtors relating to the Legal Costs accrued as of the date this Court enters an order approving this Stipulation. To the extent that BofA already has asserted claims against any of the Debtors that pertain to the Legal Costs and that have not yet been withdrawn, such claims are hereby deemed withdrawn with prejudice.

(3) Upon the effective date of the Plan, as may be amended, modified or superseded (the "Effective Date"), the Guarantors shall execute and deliver to BofA

Guaranty Reaffirmations in the forms annexed hereto (the "Guaranty Reaffirmations").
The Guaranty Reaffirmations shall become effective immediately upon the Effective
Date of the Plan.

(4) The Court's prior Orders in this case at Docket No.1805, at Docket
No. 21 in Adversary Proceeding No. 06-01121, and paragraph 25 in the Court's prior
Order at Docket No. 797 (the "Orders") shall continue in full force and effect, including,
without limitation, as to all agreements referenced in the Orders and to the Segregated
Account, as that term is defined in the Orders, including any and all extensions and
modifications thereto including, without limitation, the April 28, 2006 Agreement
between Delphi Automotive Systems Human Resources, LLC, Pentastar Aviation, LLC
and Automotive Air Charter, Inc., and all charter revenue and lease proceeds therefrom.

(5) Nothing contained in this Stipulation shall be construed as a
modification, revision or amendment to the terms of the Leases, the guarantees or any
other documents executed by the parties to this Stipulation unless expressly stated
herein or in the Guarantee Reaffirmations.

[Concluded on Following Page]

(6) The Cure Notice shall be deemed withdrawn with prejudice once
an Order approving this Stipulation becomes final.

AGREED TO AND
APPROVED FOR ENTRY
On This 10th day of June, 2008:

/s/ Neil Berger

Neil Berger (NB-3599)
A Member of the Firm

TOGUT SEGAL & SEGAL LLP
One Penn Plaza, Suite 3335
New York, New York 10119
(212) 594-5000

Attorneys for Delphi Corporation, et al.
Debtors and Debtors-in-Possession

/s/ Patrick E. Mears

Patrick E. Mears (PM-6473)
A Member of the Firm

BARNES & THORNBURG, LLP
300 Ottawa Avenue, NW, Suite 500
Grand Rapids, Michigan 49503
(616) 742-3930

Attorneys for Bank of America, N.A.

SO ORDERED

This 23rd day of July, 2008
in New York, New York

/s/Robert D. Drain
HONORABLE ROBERT D. DRAIN
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT D

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Bankruptcy Co-Counsel for Delphi Corporation, et al.,
Debtors and Debtors in Possession
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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
In re: :
: :
DELPHI CORPORATION, et al., : Chapter 11
: Case No. 05-44481 [RDD]
: :
Debtors. : Jointly Administered
: :
-----X

**JOINT STIPULATION AND AGREED ORDER
COMPROMISING AND ALLOWING
PROOF OF CLAIM NUMBER 10718 (EQUISTAR CHEMICALS, LP)**

Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates,
including Delphi Automotive Systems LLC ("DAS LLC"), debtors and debtors-in-possession in
the above-captioned cases (the "Debtors") and Equistar Chemicals, LP (the "Claimant")
respectfully submit this Joint Stipulation And Agreed Order Compromising And Allowing
Proof Of Claim Number 10718 (the "Stipulation") and agree and state as follows:

WHEREAS, on October 8, 2005 (the "Petition Date"), the Debtors filed voluntary
petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as
amended, in the United States Bankruptcy Court for the Southern District of New York; and

WHEREAS, on August 2, 2006, Claimant filed proof of claim number 10718 (the "Proof of Claim") against DAS and Delphi Corporation, asserting a claim in the amount of \$958,965.92, \$545,000.06 of which was alleged to be secured by a right of setoff (the "Claim"); and

WHEREAS, consistent with the DIP Orders, by a letter dated January 5, 2007 (the "Demand"), Claimant sought authority pursuant to the Final DIP Order to exercise a setoff of prepetition claims and debts between Delphi and Claimant; and

WHEREAS, in the Demand, Claimant alleges that it owes Delphi for prepetition deposits of funds, services and/or goods provided by Delphi to the Claimant (the "Payable") and that Delphi owes Claimant for prepetition services and/or goods provided by Claimant to Delphi (the "Receivable"); and

WHEREAS, Claimant and Delphi (together, the "Parties") agreed on the amounts of the Payable and Receivable; and

WHEREAS, to resolve the Demand and the Twentieth Omnibus Claims Objection with respect to the Claim, Delphi and Claimant entered into the Settlement Agreement dated as of July 14, 2008 (the "Settlement Agreement"); and

WHEREAS, pursuant to the Settlement Agreement, Claimant acknowledges and agrees that the Claims shall be reduced to reflect the Setoff; and

NOW, THEREFORE, in consideration of the foregoing, the Debtors and Claimant stipulate and agree as follows:

1. The Claim shall be allowed as a general unsecured claim against DAS only in the amount of \$413,966.

[signatures concluded on following page]

Dated: New York, New York
July 16, 2008

DELPHI CORPORATION, et al.,
Debtors and Debtors-in-Possession,
By their Bankruptcy Conflicts Counsel,
TOGUT, SEGAL & SEGAL LLP,
By:

/s/ Neil Berger
NEIL BERGER (NB-3599)
A Member of the Firm
One Penn Plaza, Suite 3335
New York, New York 10119
(212) 594-5000

Dated: Houston, Texas
July 16, 2008

EQUISTAR CHEMICALS, LP
By its Counsel,
SHANNON, MARTIN, FINKELSTEIN &
ALVARADO, P.C.
By:

/s/ Mark S. Finkelstein
MARK S. FINKELSTEIN
909 Fannin Street, Suite 2400
Houston, Texas 77010
(713) 646-5500

SO ORDERED

This 23rd day of July, 2008
in New York, New York

/s/Robert D. Drain
HONORABLE ROBERT D. DRAIN
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT E

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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: In re : Chapter 11
: :
: DELPHI CORPORATION, et al., : Case No. 05-44481 (RDD)
: :
: Debtors. : (Jointly Administered)
: :
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TWELFTH SUPPLEMENTAL ORDER UNDER 11 U.S.C. §§ 102(1) AND 105
AND FED. R. BANKR. P. 2002(m), 9006, 9007, AND 9014 ESTABLISHING
OMNIBUS HEARING DATES AND CERTAIN NOTICE, CASE
MANAGEMENT, AND ADMINISTRATIVE PROCEDURES

("TWELFTH SUPPLEMENTAL CASE MANAGEMENT ORDER")

Upon the motion, dated October 8, 2005 (the "Case Management Motion"),¹ of Delphi Corporation and certain of its domestic subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), for an order under 11 U.S.C. §§ 102(1), 105(a), and 105(d) and Fed. R. Bankr. P. 2002(m), 9006, 9007, and 9014 establishing (a) omnibus hearing dates, (b) certain notice, case management, and administrative procedures in the Debtors' chapter 11 cases, and (c) scheduling an initial case conference in accordance with Rule 1007-2(e) of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of New York; and this Court having entered an order granting the Case Management Motion on October 14, 2005 (Docket No. 245), a supplemental order on March 20, 2006 (Docket No. 2883) (the "Supplemental Order"), a second supplemental order on

¹ Unless otherwise defined herein, all capitalized terms shall have the meaning ascribed to them in the Case Management Motion.

March 28, 2006 (Docket No. 2995), a third supplemental order on April 20, 2006 (Docket No. 3293), a fourth supplemental order on May 3, 2006 (Docket No. 3589), a fifth supplemental order on May 5, 2006 (Docket No. 3629), a sixth supplemental order on May 11, 2006 (Docket No. 3730), a seventh supplemental order on May 19, 2006 (Docket No. 3824), an eighth supplemental order on October 26, 2006 (Docket No. 5418), a ninth supplemental order on October 19, 2007 (Docket No. 10661), a tenth supplemental order on February 4, 2008 (Docket No. 12487), and an eleventh supplemental order on July 15, 2008 (Docket No. 13920) (collectively, the "Prior Supplemental Orders"); and this Court having scheduled additional omnibus hearing dates (the "Omnibus Hearing Dates") in these cases; it is hereby

ORDERED THAT:

1. This Court shall conduct the following omnibus hearings in these cases, to be held in Courtroom 610, United States Bankruptcy Court, Alexander Hamilton Custom House, One Bowling Green, New York, New York 10004 unless the Debtors are otherwise notified by the Court. The following dates and times have been scheduled as Omnibus Hearing Dates in these chapter 11 cases:

August 26, 2008 at 10:00 a.m. (prevailing Eastern time)

September 23, 2008 at 10:00 a.m. (prevailing Eastern time)

October 23, 2008 at 10:00 a.m. (prevailing Eastern time)

November 21, 2008 at 10:00 a.m. (prevailing Eastern time)

December 17, 2008 at 10:00 a.m. (prevailing Eastern time)

2. Omnibus Hearing Dates thereafter may be scheduled by this Court. All matters requiring a hearing in these cases shall be set for and be heard on Omnibus Hearing Dates unless alternative hearing dates are approved by the Court for good cause shown.

3. If this Court changes any of the Omnibus Hearing Dates set forth in Paragraph 1 above, the Debtors are authorized to provide a notice of change of hearing (the "Notice") in accordance with paragraph 15 of the Supplemental Order. The terms of such Notice shall be binding upon all parties-in-interest in these chapter 11 cases and no other or further notice or order of this Court shall be necessary.

4. Except as set forth herein, the Prior Supplemental Orders shall continue in full force and effect.

Dated: New York, New York
July 23, 2008

/s/Robert D. Drain
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT F

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- and -

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Thomas J. Matz (TM 5986)

Attorneys for Delphi Corporation, et al.,
Debtors and Debtors-in-Possession

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:
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In re	: Chapter 11
	:
DELPHI CORPORATION, et al.,	: Case No. 05-44481 (RDD)
	:
Debtors.	: (Jointly Administered)
	:
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JOINT STIPULATION AND AGREED ORDER COMPROMISING
AND ALLOWING PROOF OF CLAIM NUMBER 2661
(PEYTON C. COCHRANE TAX COLLECTOR)

Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, including Delphi Automotive Systems LLC ("DAS LLC"), debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), and Peyton C. Cochrane, Tax Collector, Tuscaloosa County, Alabama ("Tuscaloosa County") respectfully submit this Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 2661 (Peyton C. Cochrane, Tax Collector) and agree and state as follows:

WHEREAS, on October 8, 2005 (the "Petition Date"), the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended, in the United States Bankruptcy Court for the Southern District of New York.

WHEREAS, on April 19, 2006, Tuscaloosa County filed proof of claim number 2661 against DAS LLC, which asserts a secured claim in the amount of \$22,464.47 (the "Claim") arising from taxes allegedly owed by DAS LLC to Tuscaloosa County.

WHEREAS, on June 15, 2007, the Debtors objected to the Claim pursuant to the Debtors' Seventeenth Omnibus Objection (Substantive) Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Insufficiently Documented Claims, (B) Claims Not Reflected On Debtors' Books And Records, (C) Insurance Claim Not Reflected On Debtors' Books And Records, (D) Untimely Claims And Untimely Tax Claims, And (E) Claims Subject To Modification, Tax Claims Subject To Modification, And Modified Claims Asserting Reclamation (Docket No. 8270) (the "Seventeenth Omnibus Claims Objection").

WHEREAS, on July 10, 2007, Tuscaloosa County filed its Objection To Debtors' Seventeenth Omnibus Objection (Substantive) Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain Claims Subject To Modification, Tax Claims Subject To Modification

And Modified Claims Asserting Reclamation (Docket No. 8535) (the "Response").

WHEREAS, pursuant to this Joint Stipulation, DAS LLC acknowledges and agrees that the Claim shall be allowed against DAS LLC in the amount of \$21,600.45.

WHEREAS, Tuscaloosa County acknowledges that it has been given the opportunity to consult with counsel before executing this Joint Stipulation and is executing this Joint Stipulation without duress or coercion and without reliance on any representations, warranties, or commitments other than those representations, warranties, and commitments set forth in this Joint Stipulation.

WHEREAS, DAS LLC is authorized to enter into this Joint Stipulation either because the Claim involves ordinary course controversies or pursuant to that certain Amended And Restated Order Under 11 U.S.C. §§ 363, 502, And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 8401) entered by this Court on June 26, 2007.

THEREFORE, the Debtors and Tuscaloosa County stipulate and agree as follows:

1. The Claim shall be allowed in the amount of \$21,600.45 and shall be treated as an allowed secured claim against the estate of DAS LLC.
2. Tuscaloosa County hereby releases and waives any right to assert any other claim, cause of action, demand, lien, or liability of every kind and nature whatsoever, including those arising under contract, statute, or common law arising out of, related to, or by reason of any event, cause, thing, act, statement, or omission occurring before the Petition Date.
3. Tuscaloosa County shall withdraw its Response to the Seventeenth Omnibus Claims Objection with prejudice.

So Ordered in New York, New York, this 24th day of July, 2008

/s/Robert D. Drain

UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND
APPROVED FOR ENTRY:

/s/ John K. Lyons

John Wm. Butler, Jr.
John K. Lyons
Ron E. Meisler
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& FLOM LLP
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Chicago, Illinois 60606-1285
(312) 407-0700

/s/ Peyton C. Cochrane

Peyton C. Cochrane
TAX COLLECTOR, TUSCALOOSA COUNTY,
ALABAMA
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Tuscaloosa, Alabama 35401
(205) 349-3870 ext. 237

Pro Se Claimant

- and -

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Attorneys for Delphi Corporation, et al.,
Debtors and Debtors-in-Possession

EXHIBIT G

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, et al.,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
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JOINT STIPULATION AND AGREED ORDER COMPROMISING AND ALLOWING
PROOFS OF CLAIM NUMBERS 1933, 2708, 2709, 2710, 2711, AND 2712
(LIQUIDITY SOLUTIONS INC., AS ASSIGNEE OF METAL POWDER PRODUCTS CO.
AND EST TESTING SOLUTIONS)

Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, including Delphi Automotive Systems LLC ("DAS LLC"), debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), and Liquidity Solutions Inc. d/b/a Revenue Management ("LSI"), as assignee of Metal Powder Products Company ("MPP") and EST Testing Solutions ("EST"), respectfully submit this Joint Stipulation And Agreed Order Compromising And Allowing Proofs Of Claim Numbers 1933, 2708, 2709, 2710, 2711, And 2712 (Liquidity Solutions Inc., As Assignee Of Metal Powder Products Company and EST Testing Solutions) (the "Joint Stipulation") and agree and state as follows:

WHEREAS, on October 8, 2005 (the "Petition Date"), the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended (the "Bankruptcy Code"), in the United States Bankruptcy Court for the Southern District of New York.

WHEREAS, on October 17, 2005, MPP submitted five demands to the Debtors asserting reclamation claims in the aggregate amount of \$25,655.33 (collectively, the "Reclamation Demands").

WHEREAS, on February 9, 2006, EST filed proof of claim number 1933 ("Proof of Claim No. 1933") against DAS LLC, asserting an unsecured non-priority claim in the amount of \$161,818.99 ("Claim 1933") arising from the sale of goods.

WHEREAS, on April 5, 2006, MPP filed proof of claim number 2708 ("Proof of Claim No. 2708") against DAS LLC, asserting an unsecured non-priority claim in the amount of \$2,554.78 and a reclamation claim in the amount of \$459.77 ("Claim 2708") arising from the sale of goods.

WHEREAS, on April 5, 2006, MPP filed proof of claim number 2709 ("Proof of Claim No. 2709") against DAS LLC, asserting an unsecured non-priority claim in the amount of \$33,544.10 ("Claim 2709") arising from the sale of goods.

WHEREAS, on April 5, 2006, MPP filed proof of claim number 2710 ("Proof of Claim No. 2710") against Delphi, asserting an unsecured non-priority claim in the amount of \$143,824.89 and a reclamation claim in the amount of \$1,498.18 ("Claim 2710") arising from the sale of goods.

WHEREAS, on April 5, 2006, MPP filed proof of claim number 2711 ("Proof of Claim No. 2711") against Delphi, asserting an unsecured non-priority claim in the amount of \$14,700.00 ("Claim 2711") arising from the sale of goods.

WHEREAS, on April 5, 2006, MPP filed proof of claim number 2712 ("Proof of Claim No. 2712") against Delphi, asserting an unsecured non-priority claim in the amount of \$26,184.00 ("Claim 2712," and together with Claim 1933, Claim 2708, Claim 2709, Claim 2710, and Claim 2711, the "Claims") arising from the sale of goods.

WHEREAS, on April 24, 2006, the Debtors and MPP entered into a letter agreement (the "April 24 Reclamation Letter Agreement") with respect to the Reclamation Demands, whereby the Debtors and MPP acknowledge and agree that the valid amount of the Reclamation Demands is, in the aggregated, \$1,957.95 (the "Reclamation Claims"), subject to the Debtors' right to seek, at any time and notwithstanding MPP's agreement to the amount set forth in the April 24 Reclamation Letter Agreement, a judicial determination that certain reserved defenses (the "Reserved Defenses") to the Reclamation Claim are valid.

WHEREAS, on June 15, 2007, the Debtors objected to Claim 1933, Claim 2708, Claim 2709, Claim 2711, and Claim 2712 pursuant to the Debtors' Seventeenth Omnibus

Objection (Substantive) Pursuant To 11 U.S.C. Section 502(B) And Fed. R. Bankr. P. 3007 To Certain (A) Insufficiently Documented Claims, (B) Claims Not Reflected On Debtors' Books And Records, (C) Insurance Claim Not Reflected On Debtors' Books And Records, (D) Untimely Claims And Untimely Tax Claims, And (E) Claims Subject To Modification, Tax Claims Subject To Modification, And Modified Claims Asserting Reclamation (Docket No. 8270) (the "Seventeenth Omnibus Claims Objection").

WHEREAS, on July 11, 2007, LSI filed its Response Of Liquidity Solutions Inc., As Assignee, To Debtors' Seventeenth Omnibus Objection (Substantive) Pursuant To 11 U.S.C. Section 502(B) And Fed. R. Bankr. P. 3007 To Certain (A) Insufficiently Documented Claims, (B) Claims Not Reflected On Debtors' Books And Records, (C) Insurance Claim Not Reflected On Debtors' Books And Records, (D) Untimely Claims And Untimely Tax Claims, And (E) Claims Subject To Modification, Tax Claims Subject To Modification, And Modified Claims Asserting Reclamation (Docket No. 8531) (the "Seventeenth Omnibus Objection Response").

WHEREAS, on July 13, 2007, the Debtors objected to Claim 2710 pursuant to the Debtors' Nineteenth Omnibus Objection (Substantive) Pursuant To 11 U.S.C. Section 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Insufficiently Documented Claims, (B) Claims Not Reflected On Debtors' Books And Records, (C) Untimely Claim, And (D) Claims Subject To Modification, Tax Claims Subject To Modification, Modified Claims Asserting Reclamation, And Consensually Modified And Reduced Claims (Docket No. 8617) (the "Nineteenth Omnibus Claims Objection," and together with the Seventeenth Omnibus Claims Objection, the "Omnibus Claims Objections").

WHEREAS, on August 8, 2007, LSI filed its Response of Liquidity Solutions, Inc., as Assignee, to Debtors' Nineteenth Omnibus Objection (Substantive) Pursuant to Section

502(b) of the Bankruptcy Code and Federal Rule of Bankruptcy Procedure 3007 to Certain (A) Insufficiently Documented Claims, (B) Claims Not Reflected on Debtors' Books and Records, (C) Untimely Claim, and (D) Claims Subject to Modification, Tax Claims Subject to Modification, Modified Claims Asserting Reclamation, and Consensually Modified and Reduced Claims (Docket No. 8928) (the "Nineteenth Omnibus Objection Response," and together with the Seventeenth Omnibus Objection Response, the "Responses").

WHEREAS, on December 19, 2007, pursuant to the Second Amended and Restated Final Order Under 11 U.S.C. §§ 362, 503, and 546 and Fed. R. Bankr. P. 9019 Establishing Procedures for Treatment of Reclamation Claims (Docket No. 10409) (the "Second Amended Reclamation Order"), entered by the Delphi Bankruptcy Court on October 2, 2007, the Debtors served copies of a personalized Notices Of Treatment Of Reclamation Claim Under Plan Of Reorganization (collectively, the "Reclamation Election Notices") on MPP with respect to the Reclamation Claims, whereby the Debtors presented MPP with the option of electing either (i) to take a general unsecured claim for the amount of each of the Reclamation Claims to the extent that such claims are allowed or (ii) to continue to assert administrative priority status for each of the Reclamation Claims and have such Reclamation Claims automatically adjourned to a future contested hearing at which the Debtors would seek a judicial determination that such Reclamation Claims are subject to the Debtors' Reserved Defenses that such Reclamation Claims are not entitled to administrative priority status on the grounds that the goods and/or the proceeds from the sale of the goods for which the MPP is seeking a Reclamation Claim are or were subject to a valid security interest.

WHEREAS, MPP failed to return the Reclamation Election Notices. Thus, pursuant to the Second Amended Reclamation Order, MPP has been deemed to have waived its

right to assert administrative priority status for its Reclamation Claims and to the extent that such claims are allowed, such claims will be treated as prepetition general unsecured claims.

WHEREAS, pursuant to this Joint Stipulation, DAS LLC acknowledges and agrees that Claim 1933 shall be allowed against DAS LLC in the amount of \$142,833.34 and shall be treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.

WHEREAS, pursuant to this Joint Stipulation, DAS LLC acknowledges and agrees that Claim 2708 shall be allowed against DAS LLC in the amount of \$3,014.55 and shall be treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.

WHEREAS, pursuant to this Joint Stipulation, DAS LLC acknowledges and agrees that Claim 2709 shall be allowed in the amount of \$33,544.10 and shall be treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.

WHEREAS, pursuant to this Joint Stipulation, DAS LLC acknowledges and agrees that Claim 2710 shall be allowed against DAS LLC in the amount of \$145,323.07 and shall be treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.

WHEREAS, pursuant to this Joint Stipulation, DAS LLC acknowledges and agrees that Claim 2711 shall be allowed in the amount of \$14,700.00 and shall be treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.

WHEREAS, pursuant to this Joint Stipulation, DAS LLC acknowledges and agrees that Claim 2712 shall be allowed in the amount of \$23,622.00 and shall be treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.

WHEREAS, DAS LLC is authorized to enter into this Joint Stipulation either

because the Claims involve ordinary course controversies or pursuant to that certain Amended And Restated Order Under 11 U.S.C. §§ 363, 502, And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 8401) entered by this Court on June 26, 2007.

THEREFORE, the Debtors and LSI stipulate and agree as follows:

1. Claim 1933 shall be allowed in the amount of \$142,833.34 and shall be treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.
2. Claim 2708 shall be allowed in the amount of \$3,014.55 and shall be treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.
3. Claim 2709 shall be allowed in the amount of \$33,544.10 and shall be treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.
4. Claim 2710 shall be allowed in the amount of \$145,323.07 and shall be treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.
5. Claim 2711 shall be allowed in the amount of \$14,700.00 and shall be treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.
6. Claim 2712 shall be allowed in the amount of \$23,622.00 and shall be treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.
7. Without further order of the Court, DAS LLC is authorized to offset or reduce Claim 2710 for purposes of distribution to holders of allowed claims entitled to receive distributions under any plan of reorganization of the Debtors by the amount of any cure payments made on account of the assumption, pursuant to section 365 of the Bankruptcy Code, of an executory contract or unexpired lease to which MPP is a party.

8. Allowance of Claim 1933, Claim 2708, Claim 2709, Claim 2710, Claim 2711, and Claim 2712 is in full satisfaction of each of Claim 1933, Claim 2708, Claim 2709, Claim 2710, Claim 2711, and Claim 2712, respectively, and LSI, on its own behalf and on behalf of its predecessors, successors, assigns, parents, subsidiaries, and affiliated companies, and each of its former, current, and future officers, directors, owners, employees, and other agents (the "LSI Releasing Parties"), hereby waives any and all rights to assert, against any and all of the Debtors, that each of the Claims is anything but a prepetition general unsecured non-priority claim against DAS LLC. The LSI Releasing Parties further release and waive any right to assert any other claim, cause of action, demand, or liability of every kind and nature whatsoever, including those arising under contract, statute, or common law, whether or not known or suspected at this time, which relate to the Claims or which the LSI Releasing Parties have, ever had, or hereafter shall have against the Debtors based upon, arising out of, related to, or by reason of any event, cause, thing, act, statement, or omission occurring before the Petition Date in connection with the Claims.

9. LSI shall withdraw its Responses to the Omnibus Claims Objections with prejudice with respect to the Claims.

So Ordered in New York, New York, this 24th day of July, 2008

/s/Robert D. Drain

UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND
APPROVED FOR ENTRY:

/s/ John K. Lyons

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John K. Lyons
Ron E. Meisler
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/s/ Dana Kane

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Testing Solutions

- and -

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Debtors and Debtors-in-Possession

EXHIBIT H

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
DELPHI CORPORATION, et al.,	:	Case No. 05-44481 (RDD)
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Debtors.	:	(Jointly Administered)
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JOINT STIPULATION AND AGREED ORDER COMPROMISING
AND ALLOWING PROOFS OF CLAIM NUMBERS 1448, 1449, 1450, 1451
(KEN BURTON, JR. CFC, TAX COLLECTOR, MANATEE COUNTY)

Delphi Corporation and certain of its subsidiaries and affiliates, including Delphi Automotive Systems LLC ("DAS LLC"), debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), and Ken Burton, Jr., CFC, Tax Collector, Manatee County ("Manatee County") respectfully submit this Joint Stipulation And Agreed Order Compromising And Allowing Proofs Of Claim Numbers 1448, 1449, 1450, 1451 (Ken Burton, Jr., CFC, Tax Collector, Manatee County) ("Joint Stipulation") and agree and state as follows:

WHEREAS, on October 8, 2005 (the "Petition Date"), the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended, in the United States Bankruptcy Court for the Southern District of New York.

WHEREAS, on January 4, 2006, Manatee County filed proof of claim number 1448 against DAS LLC, which asserts a secured claim in the amount of \$4,025.93 ("Claim No. 1448") stemming from taxes allegedly owed by DAS LLC to Manatee County.

WHEREAS, on January 4, 2006, Manatee County filed proof of claim number 1449 against DAS LLC, which asserts a secured claim in the amount of \$4,848.48 ("Claim No. 1449") stemming from taxes allegedly owed by DAS LLC to Manatee County.

WHEREAS, on January 4, 2006, Manatee County filed proof of claim number 1450 against DAS LLC, which asserts a secured claim in the amount of \$3,247.89 ("Claim No. 1450") stemming from taxes allegedly owed by DAS LLC to Manatee County.

WHEREAS, on January 4, 2006, Manatee County filed proof of claim number 1451 against DAS LLC, which asserts a secured claim in the amount of \$924.94 ("Claim No. 1451," and, together with Claim No. 1448, Claim No. 1449, and Claim No. 1450, the "Claims") stemming from taxes allegedly owed by DAS LLC to Manatee County.

WHEREAS, on April 27, 2007, the Debtors objected to the Claims pursuant to the Debtors' Thirteenth Omnibus Objection (Substantive) Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Insufficiently Documented Claims, (B) Claims Not Reflected On Debtors' Books And Records, (C) Protective Insurance Claims, (D) Insurance Claims Not Reflected On Debtors' Books And Records, (E) Untimely Claims And Untimely Tax Claims, And (F) Claims Subject To Modification, Tax Claims Subject To Modification, And Claims Subject To Modification And Reclamation Agreement (Docket No. 7825) (the "Thirteenth Omnibus Claims Objection").

WHEREAS, on May 25, 2007, Manatee County filed its Response To Debtors Objection To Claims For Obligation To Pay Taxes (Docket No. 8140) (the "Response").

WHEREAS, pursuant to this Joint Stipulation, DAS LLC acknowledges and agrees that (i) Claim No. 1448 shall be allowed against DAS LLC in the amount of \$3,183.90, (ii) Claim No. 1449 shall be allowed against DAS LLC in the amount of \$3,834.41, (iii) Claim No. 1450 shall be allowed against DAS LLC in the amount of \$2,568.59, (iv) Claim No. 1451 shall be allowed against DAS LLC in the amount of \$731.49.

WHEREAS, Manatee County acknowledges that it has been given the opportunity to consult with counsel before executing this Joint Stipulation and is executing this Joint Stipulation without duress or coercion and without reliance on any representations, warranties, or commitments other than those representations, warranties, and commitments set forth in this Joint Stipulation.

WHEREAS, DAS LLC is authorized to enter into this Joint Stipulation either because the Claims involve ordinary course controversies or pursuant to that certain Amended And Restated Order Under 11 U.S.C. §§ 363, 502, And 503 And Fed. R. Bankr. P. 9019(b)

Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 8401) entered by this Court on June 26, 2007.

THEREFORE, the Debtors and Manatee County stipulate and agree as follows:

1. Claim No. 1448 shall be allowed in the amount of \$3,183.90 and shall be treated as an allowed secured claim against the estate of DAS LLC.

2. Claim No. 1449 shall be allowed in the amount of \$3,834.41 and shall be treated as an allowed secured claim against the estate of DAS LLC.

3. Claim No. 1450 shall be allowed in the amount of \$2,568.59 and shall be treated as an allowed secured claim against the estate of DAS LLC.

4. Claim No. 1451 shall be allowed in the amount of \$731.49 and shall be treated as an allowed secured claim against the estate of DAS LLC.

5. Manatee County hereby releases and waives any right to assert any other claim, cause of action, demand, lien, or liability of every kind and nature whatsoever, including those arising under contract, statute, or common law arising out of, related to, or by reason of any event, cause, thing, act, statement, or omission occurring on or before the Petition Date.

6. Manatee County shall withdraw its Response to the Thirteenth Omnibus Claims Objection with prejudice.

So Ordered in New York, New York, this 24th day of July, 2008

/s/Robert D. Drain

UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND
APPROVED FOR ENTRY:

/s/ John K. Lyons

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/s/ Ken Burton, Jr.

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Pro Se Claimant

- and -

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:
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DELPHI CORPORATION, et al.,	:
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Debtors.	:
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Chapter 11
Case No. 05-44481 (RDD)
(Jointly Administered)

JOINT STIPULATION AND AGREED ORDER (I) REDUCING PROOF OF CLAIM
NUMBER 14240 ON ACCOUNT OF CERTAIN CURE PAYMENTS AND
(II) RESOLVING THE RESPONSE OF JACOBSON MFG, LLC TO THE DEBTORS'
TWENTY-NINTH OMNIBUS CLAIMS OBJECTION
(JACOBSON MFG, LLC)

Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, including Delphi Automotive Systems, LLC ("DAS LLC"), debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), and Jacobson Mfg LLC ("Jacobson") respectfully submit this Joint Stipulation And Agreed Order (I) Reducing Proof Of Claim Number 14240 On Account Of Cure Payments And (II) Resolving The Response Of Jacobson Mfg., LLC To The Debtors' Twenty-Ninth Omnibus Claims Objection (Jacobson Mfg, LLC) (the "Stipulation") and agree and state as follows:

WHEREAS, on October 8, 2005, the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended, in the United States Bankruptcy Court for the Southern District of New York (the "Court").

WHEREAS, on or around October 18, 2005, Jacobson submitted a reclamation demand (the "Reclamation Demand") to the Debtors.

WHEREAS, on July 31, 2006, Jacobson filed proof of claim number 14240 against Delphi asserting a claim in the amount of \$114,342.92 (the "Claim").

WHEREAS, on May 22, 2007, the Debtors objected to the Claim pursuant to the Debtors' Fifteenth Omnibus Objection (Substantive) Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Insufficiently Documented Claims, (B) Claims Not Reflected On Debtors' Books And Records, (C) Untimely Claims And Untimely Tax Claim, And (D) Claims Subject To Modification, Tax Claims Subject To Modification, And Modified Claims Asserting Reclamation ("Fifteenth Omnibus Claims Objection") (Docket No. 7999) (the "Objection").

WHEREAS, on June 18, 2007, Jacobson filed its response to the Objection

(Docket No. 8294) (the "Response To The Fifteenth Omnibus Claims Objection").

WHEREAS, on February 14, 2008, the Court entered the Joint Stipulation and Agreed Order Compromising and Allowing Proof of Claim Number 14240 (Jacobson Mfg, LLC) (Docket No. 12667) (the "Initial Stipulation"). The Initial Stipulation, among other things, (i) allowed the Claim in the amount of \$95,486.27 as an allowed general unsecured non-priority claim against the estate of DAS LLC, (ii) provided for the withdrawal of the Reclamation Demand with prejudice, and (iii) provided for the withdrawal of the Reponse To The Fifteenth Omnibus Claims Objection with prejudice.

WHEREAS, on March 27, 2008, the Debtors objected to the Claim pursuant to the Debtors' Twenty-Ninth Omnibus Objection Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To (A) Disallow And Expunge Claims Due To Cure Payments And (B) Modify General Unsecured Claims By Amount Of Cure Payments (Docket No. 13270) (the "Twenty-Ninth Omnibus Claims Objection"), seeking to reduce the Claim from \$95,486.27 to \$81,536.34, on account of a cure payment in the amount of \$13,949.93 made by the Debtors on March 5, 2008 in connection with the sale of the Debtors' interiors and closures business.

WHEREAS, on April 22, 2008, Jacobson filed its Jacobson Mfg., LLC's Response To Debtors' Twenty-Ninth Omnibus Objection Pursuant To 11 U.S.C. §502(b) And Fed. R. Bankr. P. 3007 To (A) Disallow And Expunge Claims Due To Cure Payments and (B) Modify General Unsecured Claims By Amount Of Cure Payments (Docket No. 13449) (the "Response").

WHEREAS, to resolve the Response with respect to the Claim, DAS LLC and Jacobson have agreed to enter into this Stipulation.

WHEREAS, pursuant to this Stipulation, DAS LLC acknowledges and agrees that

the Claim shall be allowed against DAS LLC in the amount of \$81,536.34 and that this Stipulation amends and restates the Initial Stipulation with respect to the allowance of the Claim.

WHEREAS, DAS LLC is authorized to enter into this Stipulation either because the Claim involves ordinary course controversies or pursuant to that certain Amended And Restated Order Under 11 U.S.C. §§ 363, 502, And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 8401) entered by this Court on June 26, 2007.

THEREFORE, the Debtors and Jacobson stipulate and agree as follows:

1. This Stipulation amends and restates the Initial Stipulation insofar as the Claim shall be allowed in the amount of \$81,536.34 and shall be treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.
2. The Response to the Twenty-Ninth Omnibus Claims Objection shall be deemed withdrawn with prejudice.

So Ordered in New York, New York, this 24th day of July, 2008

/s/Robert D. Drain

UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND
APPROVED FOR ENTRY:

/s/ John K. Lyons

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Debtors and Debtors-in-Possession

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
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DELPHI CORPORATION, et al.,	:	Case No. 05-44481 (RDD)
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Debtors.	:	(Jointly Administered)
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JOINT STIPULATION AND AGREED ORDER COMPROMISING
AND ALLOWING PROOF OF CLAIM NUMBER 2760
(ASHLAND INCORPORATED)

Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, including Delphi Automotive Systems LLC ("DAS LLC"), Delphi Mechatronic Systems, Inc. ("Mechatronic"), and Delphi Connection Systems ("DCS"), debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), and Ashland Incorporated ("Ashland") respectfully submit this Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 2760 (Ashland Incorporated) (the "Joint Stipulation") and agree and state as follows:

WHEREAS, on October 8, 2005 (the "Petition Date"), the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended, in the United States Bankruptcy Court for the Southern District of New York.

WHEREAS, on April 25, 2006, Ashland filed proof of claim number 2760 (the "Claim") against Delphi, asserting an unsecured non-priority claim in the amount of \$262,636.04, stemming from goods sold or services provided.

WHEREAS, on December 24, 2007, the Debtors objected to the Claim pursuant to the Debtors' Twenty-Fourth Omnibus Objection Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To (A) Duplicate Or Amended Claims, (B) Claims Not Reflected On Debtors Books And Records, (C) Untimely Claims, And (D) Claims Subject To Modification, Modified Claims Asserting Reclamation, And Claim Subject To Modification That Is Subject To Prior Order (Docket No. 11588) (the "Twenty-Fourth Omnibus Claims Objection").

WHEREAS, on January 18, 2008, Ashland filed the Response Of Ashland, Inc. To Debtors' Twenty-Fourth Omnibus Claims Objection (Docket No. 12255) (the "Response").

WHEREAS, pursuant to this Joint Stipulation, DAS LLC acknowledges and agrees that the Claim shall be allowed against DAS LLC in the amount of \$232,816.78,

Mechatronic in the amount of \$1,672.00, and DCS in the amount of \$1,084.86, for an aggregate amount of \$235,573.64.

WHEREAS, DAS LLC is authorized to enter into this Joint Stipulation either because the Claim involves ordinary course controversies or pursuant to that certain Amended And Restated Order Under 11 U.S.C. §§ 363, 502, And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 8401) entered by this Court on June 26, 2007.

THEREFORE, the Debtors and Ashland stipulate and agree as follows:

1. The Claim shall be treated as an allowed general unsecured non-priority claim and allowed in the amount of \$235,573.64, of which \$232,816.78 shall be allowed against the estate of DAS LLC, \$1,672.00 shall be allowed against the estate of Mechatronic, and \$1,084.86 shall be allowed against the estate of DCS.

2. Allowance and payment, pursuant to a confirmed plan of reorganization, of the Claim is in full satisfaction of the Claim and Ashland, on its own behalf and on behalf of its predecessors, successors, assigns, parents, subsidiaries, and affiliated companies, and each of its former, current, and future officers, directors, owners, employees, and other agents (the "Ashland Releasing Parties"), hereby waives any and all rights to assert, against any and all of the Debtors, that the Claim is anything but a prepetition general unsecured non-priority claim against DAS LLC, Mechatronic, and DCS in the respective amounts set forth in paragraph 1 of this Joint Stipulation. The Ashland Releasing Parties further release and waive any right to assert any other claim, cause of action, demand, or liability of every kind and nature whatsoever, including those arising under contract, statute, or common law, whether or not known or

suspected at this time, which relate to the Claim or which the Ashland Releasing Parties have, ever had, or hereafter shall have against the Debtors based upon, arising out of, related to, or by reason of any event, cause, thing, act, statement, or omission occurring before the Petition Date.

3. Ashland's Response to the Twenty-Fourth Omnibus Claims Objection is hereby deemed resolved.

So Ordered in New York, New York, this 24th day of July, 2008

/s/Robert D. Drain

UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND
APPROVED FOR ENTRY:

/s/ John K. Lyons

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Attorneys for Delphi Corporation, et al.,
Debtors and Debtors-in-Possession

EXHIBIT K

Pg 88 of 100
Delphi Corporation
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EXHIBIT L

Pg 90 of 100
Delphi Corporation
Special Parties

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EXHIBIT M

Pg 92 of 100
Delphi Corporation
Special Parties

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EXHIBIT O

Pg 96 of 100
Delphi Corporation
Special Parties

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EXHIBIT P

Pg 98 of 100
Delphi Corporation
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EXHIBIT Q

Pg 100 of 100
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